

# NOWALSKY, BRONSTON & GOTHARD

A Professional Limited Liability Company

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November 11, 2004

## VIA OVERNIGHT DELIVERY

Executive Director  
South Carolina Public Service Commission  
The Koger Center  
101 Executive Center Drive  
Columbia, SC 29210

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2004 NOV 12 PM 12:06  
COMM-FED

Re: Network US, Inc. d/b/a CA Affinity and ConnectAmerica, Inc. d/b/a Connect  
US of Delaware, Inc.  
Docket No. 2004-198-C

Dear Sir or Madam:

Pursuant to Applicants' request for expedited review in this matter, enclosed please find the original and five (5) copies of the Verified Testimony, as required by the Commission, in order to proceed with the merger approval in South Carolina.

In order to acknowledge receipt of this filing, please date stamp the enclosed additional copy of this letter and return it in the envelope provided.

Thank you for your assistance in this matter. If you need additional information, please do not hesitate to call.

Sincerely,



EllenAnn Sands

Enclosure

BEFORE  
THE PUBLIC SERVICE COMMISSION OF  
SOUTH CAROLINA  
DOCKET NO. 2004-198-C

SO. CAROLINA  
COMMISSION  
2004 NOV 12 PM 1:06  
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Verified Testimony of Bernard A. Goldman

IN RE: Application for Approval of an Asset Purchase Agreement between Network US, Inc.  
d/b/a CA Affinity and ConnectAmerica, Inc. d/b/a Connect US of Delaware, Inc.

- 
- Q. Would you please state your name, title and business address for the record?
- A. Bernard A. Goldman, Executive Vice President and Assistant Secretary of Network US, Inc., 180 N. LaSalle Street, Suite 1820, Chicago, Illinois 60601.
- Q. What authority does the Application seek?
- A. The application requests Commission approval of a transfer of assets between Network US, Inc. d/b/a CA Affinity ("NUS") and ConnectAmerica, Inc. dba Connect US of Delaware, Inc. ("Connect").  
Under the Agreement, NUS will acquire substantially all of the telecommunications assets of Connect, including but not limited to Connect's customer accounts.
- Q. Does Connect presently hold authority from the Commission?
- A. Yes. Connect is a certificated carrier in this state, pursuant to Docket No. 97-343-C, Order No. 98-358.
- Q. Does NUS presently hold authority from the Commission?
- A. Yes. NUS is a certificated carrier in this state, pursuant to Docket No. 2001-302-C, Order No. 2002-218.
- Q. Will Connect continue to provide service as an independent entity after the transaction?
- A. No. NUS will provide service pursuant to its own certification and Connect will cancel its certification.

- Q. How will the transaction affect Connect's current customers in South Carolina?
- A. The transaction will ensure that current Connect customers maintain uninterrupted service. All current Connect customers have been given the opportunity to switch their service from Connect to a different carrier. Those customers of Connect who choose not to switch their service to a different carrier will receive service from NUS pursuant to NUS' South Carolina authority.
- Q. Is NUS experienced and financially qualified to consummate this transaction?
- A. Yes. NUS is well-qualified to consummate the transactions proposed in the Application.
- Q. Does this complete your testimony at this time?
- A. Yes, it does.

STATE OF LOUISIANA

COUNTY OF ORLEANS

**VERIFICATION**

I, Bernard A. Goldman, am the Executive Vice President/Assistant Secretary of Network US, Inc. d/b/a CA Affinity and am authorized to make this verification on its behalf. The statements made in the foregoing Application are true of my own knowledge, except as to those matters which are therein stated on information and belief, and as to those matters I believe them to be true.

By: Bernard A. Goldman

Name: Bernard A. Goldman

Title: Executive Vice President/Assistant Secretary

Sworn to and subscribed before me, Notary Public, in and for the State and County named above, this 29th day of July, 2004.

Ellen Ann G. Sands  
Notary Public

My commission expires: at death

ELLEN ANN G. SANDS  
Notary Public, State of Louisiana  
My Commission is issued for life.  
Notary Number: 45206